

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

VICTORIA'S SECRET STORES BRAND  
MANAGEMENT, INC.,

Plaintiff,

-against-

INTERTEX APPAREL LTD. AND MACY'S,  
INC.,

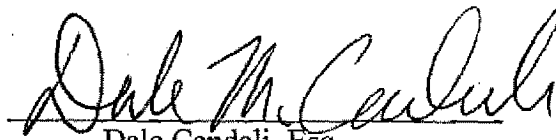
Defendants.

08 CV 03452 (SHS)

**MOTION FOR SUBSTITUTION OF  
COUNSEL**

Plaintiff Victoria's Secret Stores Brand Management, Inc. ("Victoria's Secret"), hereby moves for an Order, pursuant to Local Civil Rule 1.4, substituting O'Melveny & Myers LLP for Colucci & Umans as attorneys of record for Victoria's Secret in the above-captioned matter. In support of this motion, Victoria's Secret submits the following papers: Notice of Substitution of Counsel on Consent for Plaintiff Victoria's Secret Stores Brand Management, Inc., Declaration of Dale Cendali in Support of the Notice of Substitution of Counsel, and a Proposed Order for Substitution of Counsel.

Dated: May 14, 2008  
New York, New York



Dale Cendali, Esq.  
Johanna Schmitt, Esq.  
O'MELVENY & MYERS LLP  
Times Square Tower  
7 Times Square  
New York, NY 10036  
(212) 326-2000  
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Attorneys for Plaintiff  
Victoria's Secret Stores Brand Management,  
Inc.

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

VICTORIA'S SECRET STORES BRAND  
MANAGEMENT, INC.,

Plaintiff,

-against-

INTERTEX APPAREL LTD. AND MACY'S,  
INC.,

Defendants.

08 CV 03452 (SHS)

**NOTICE OF SUBSTITUTION  
OF COUNSEL ON CONSENT FOR  
PLAINTIFF VICTORIA'S SECRET  
STORES BRAND MANAGEMENT, INC.**

TO ALL PARTIES AND THEIR ATTORNEYS OF RECORD:

PLEASE TAKE NOTICE that Plaintiff Victoria's Secret Stores Brand Management, Inc. substitutes as its counsel and attorney of record in this matter O'MELVENY & MYERS LLP in the place and stead of COLUCCI & UMANS. All papers in this matter should henceforth be served upon O'MELVENY & MYERS LLP, at the address listed below.

As evidenced below, the undersigned consent to the substitution and certify that this substitution will not delay the proceedings in this matter. Facsimile signatures shall be deemed original for the purposes of this Notice.

Dated: May 13, 2008  
New York, New York

VICTORIA'S SECRET STORES BRAND  
MANAGEMENT, INC.



Carol Matorin  
Senior Vice President and Senior Counsel  
Victoria's Secret Stores Brand Management,  
Inc.  
1740 Broadway  
26<sup>th</sup> Floor  
New York, New York 10019  
Tel: (212) 884-3477

O'MELVENY & MYERS LLP



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Attorneys for Plaintiff  
Victoria's Secret Stores Brand Management,  
Inc.

COLUCCI & UMANS



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Fax: (212) 935-5728

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

VICTORIA'S SECRET STORES BRAND  
MANAGEMENT, INC.,

Plaintiff,

-against-

INTERTEX APPAREL LTD. AND MACY'S,  
INC.,

Defendants.

08 CV 03452 (SHS)

**[PROPOSED] ORDER**

UPON the Notice of Substitution of Counsel on Consent for Plaintiff, Victoria's Secret Stores Brand Management, Inc. ("Victoria's Secret"), executed by prior counsel Frank J. Colucci of Colucci & Umans, by Carol Matorin of Victoria's Secret, and Dale Cendali of O'Melveny & Myers LLP; and upon the supporting Declaration of Dale Cendali, dated May 13, 2008;

IT IS ORDERED that O'Melveny & Myers LLP be substituted for Colucci & Umans as attorneys of record for Victoria's Secret.

IT IS FURTHER ORDERED that the appearance of O'Melveny & Myers LLP as counsel in this case shall be entered on the Court's docket. A notation of Dale Cendali and Johanna Schmitt of O'Melveny & Myers LLP, located at Times Square Tower, 7 Times Square, New York, NY 10036, will be made on the roll of attorneys for the above-captioned case.

IT IS FURTHER ORDERED that a copy of this Order shall be served upon all counsel of record in this case.

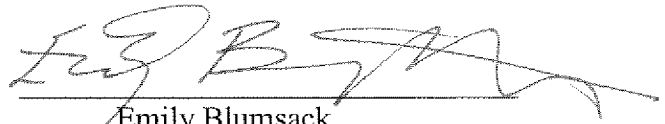
Dated: May \_\_, 2008  
New York, New York

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Honorable Sidney H. Stein  
United States District Judge

**CERTIFICATE OF SERVICE**

I, Emily Blumsack, an attorney at O'Melveny & Myers LLP, certify that on May 14, 2008, I caused to be served by mail and electronic mail on all counsel of record listed below, in an action pending in the United States District Court, Southern District of New York, styled *Victoria's Secret Stores Brand Management, Inc. v. Intertex Apparel Ltd. and Macy's, Inc.*, 08 Civ 03452 (SHS), true and correct copies of the Motion for Substitution of Counsel, Notice of Substitution of Counsel on Consent for Plaintiff, Victoria's Secret Stores Brand Management, Inc., and a Proposed Order.

  
Emily Blumsack

To: Carol Matorin  
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